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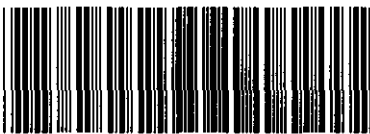
**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 4081664

The Registrar of Companies for England and Wales hereby certifies that  
TMX CORPORATION LIMITED

having by special resolution changed its name, is now incorporated  
under the name of  
SPICERHAART GROUP LIMITED

Given at Companies House, Cardiff, the 14th July 2004



\*C04081664D\*



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*  
— for the record —

HC006B

pollington associates – strictly private & confidential

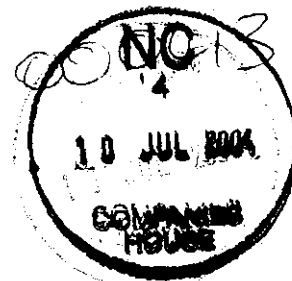
4081664

Written Resolution of tmx Corporation Limited

(change of name)

Pursuant to Regulation 53 of Table A Companies Act 1985

Passed on 28 June 2004



WE, the undersigned members of tmx Corporation Limited (Company Number 04081664) having its registered office at Wellington House, Butt Road, Colchester, Essex, CO3 3DA ("Company") being all the members who at the date hereof would be entitled to attend and vote at a general meeting of the Company, hereby resolve as follows:

SPECIAL RESOLUTION

"THAT, the Company's name be and hereby is changed from the existing name of "tmx Corporation Limited" to the new name of "Spicerhaart Group Limited"

Paul A Smith Esq., shareholder  
duly authorised for and on behalf of  
tmx Corporation Limited

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W Alick Smith Esq., shareholder  
duly authorised for and on behalf of  
tmx Corporation Limited

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